

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT															
NATURE OF CONVEYANCE:	Security Agreement															
CONVEYING PARTY DATA																
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>WP PRISM INC.</td> <td></td> <td>03/08/2011</td> <td>CORPORATION: DELAWARE</td> </tr> <tr> <td>BAUSCH & LOMB INCORPORATED</td> <td></td> <td>03/08/2011</td> <td>CORPORATION: NEW YORK</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	WP PRISM INC.		03/08/2011	CORPORATION: DELAWARE	BAUSCH & LOMB INCORPORATED		03/08/2011	CORPORATION: NEW YORK				
Name	Formerly	Execution Date	Entity Type													
WP PRISM INC.		03/08/2011	CORPORATION: DELAWARE													
BAUSCH & LOMB INCORPORATED		03/08/2011	CORPORATION: NEW YORK													
RECEIVING PARTY DATA																
Name:	CREDIT SUISSE AG, AS ADMINISTRATIVE AGENT															
Street Address:	11 Madison Avenue															
City:	NEW YORK															
State/Country:	NEW YORK															
Postal Code:	10010															
Entity Type:	BANK: SWITZERLAND															
PROPERTY NUMBERS Total: 4																
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 20%;">Number</th> <th style="width: 60%;">Word Mark</th> </tr> <tr> <td>Registration Number:</td> <td>3862979</td> <td>THOUGHT LEADERS</td> </tr> <tr> <td>Registration Number:</td> <td>3900936</td> <td>SURELOCK</td> </tr> <tr> <td>Registration Number:</td> <td>3908647</td> <td>INSPIRED BY THE BIOLOGY OF YOUR EYES</td> </tr> <tr> <td>Serial Number:</td> <td>85160101</td> <td>B + L</td> </tr> </table>	Property Type	Number	Word Mark	Registration Number:	3862979	THOUGHT LEADERS	Registration Number:	3900936	SURELOCK	Registration Number:	3908647	INSPIRED BY THE BIOLOGY OF YOUR EYES	Serial Number:	85160101	B + L	
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Registration Number:	3908647	INSPIRED BY THE BIOLOGY OF YOUR EYES														
Serial Number:	85160101	B + L														
CORRESPONDENCE DATA																
Fax Number: (866)826-5420 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> Phone: 3016380511 Email: ipresearchplus@comcast.net Correspondent Name: IP Research Plus, Inc. Address Line 1: 21 Tadcaster Circle Address Line 2: Attn: Penelope J.A. Agodoa Address Line 4: Waldorf, MARYLAND 20602																
ATTORNEY DOCKET NUMBER:	36758															

OP \$115.00 3862979

900187039

TRADEMARK
REEL: 004502 FRAME: 0078

NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	03/21/2011
<p>Total Attachments: 6 source=36758#page1.tif source=36758#page2.tif source=36758#page3.tif source=36758#page4.tif source=36758#page5.tif source=36758#page6.tif</p>	

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

WP PRISM INC. - a Delaware Corporation
BAUSCH & LOMB INCORPORATED - a New York Corporation

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation- State: _____
☐ Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) March 8, 2011

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes
☒ No

Name: CREDIT SUISSE AG, AS ADMINISTRATIVE AGENT

Internal

Address: _____

Street Address: 11 Madison Avenue

City: New York

State: New York

Country: U.S.A. Zip: 10010

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☐ Corporation Citizenship _____
☒ Other Bank Citizenship Switzerland

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☒ No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
See attached Exhibit A

B. Trademark Registration No.(s)
See attached Exhibit A

Additional sheet(s) attached? ☒ Yes ☐ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: IP Research Plus

Internal Address: _____

Attn: Penelope J.A. Agodoa

Street Address: _____

21 Tadcaster Circle

City: Waldorf

State: MD Zip: 20602

Phone Number: 301-638-0511

Fax Number: 866-826-5420

Email Address: orders@ipresearchplus.com

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- ☐ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

March 18, 2011

Date

Joseph Raho

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

6

SUPPLEMENTAL TRADEMARK SECURITY AGREEMENT

8 This SUPPLEMENTAL TRADEMARK SECURITY AGREEMENT, dated as of March 8, 2011 (the "Supplement") is by and between WP PRISM INC. ("Holdings"), BAUSCH & LOMB INCORPORATED (the "Parent Borrower"), certain Subsidiaries of the Parent Borrower from time to time party hereto (together with Holdings and the Parent Borrower, the "Grantors") and Credit Suisse AG (f/k/a Credit Suisse), as Administrative Agent for the Secured Parties.

WHEREAS, the parties hereto, have executed the Trademark Security Agreement dated as of October 26, 2007 (the "Trademark Security Agreement"), pursuant to which each Grantor grants to the Administrative Agent a security interest in certain Trademark Collateral (as defined therein), including those Trademarks set forth in Schedule I to the Trademark Security Agreement;

WHEREAS, the Grantors now wish to add to and supplement Schedule I of Trademarks to the Trademark Security Agreement; and

WHEREAS, capitalized terms used in this Supplement have the meanings specified or referenced in the Trademark Security Agreement;

NOW THEREFORE; for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Section 1. Grant of Security Interest.

(a) As security for the payment in full of the Obligations, each Grantor, pursuant to and in accordance with the Trademark Security Agreement and the Security Agreement referenced therein, did and hereby does grant to the Administrative Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all right, title and interest in or to any and all of the Trademarks set forth in Exhibit A hereto (the "Additional Trademark Collateral"), which shall be deemed incorporated into and part of Schedule I of the Trademark Security Agreement.

(b) The security interests granted to the Administrative Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Administrative Agent pursuant to the Security Agreement and the Trademark Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the Additional Trademark Collateral are more fully set forth in the Security Agreement. In the event of any conflict between the terms of this Supplement and the Security Agreement, the terms of the Security Agreement shall govern.

(c) Each of the Grantors authorizes and requests the filing and recordation of the security interest in the Trademarks listed in Exhibit A hereto with the United States Patent and Trademark Office.

Section 2. Termination. This Supplement and the security interest granted hereby shall terminate in accordance with the terms of the Trademark Security Agreement.


Section 3. Incorporation by Reference. The provisions of the Trademark Security Agreement are hereby incorporated by reference, and shall remain in full force and effect.

[Signatures on following page]

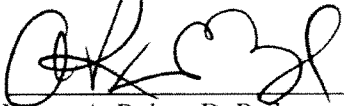
Supplemental Trademark
Security Agreement

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement
as of the day and year first above written.


WP PRISM INC.,
as Holdings

By: 
Name: Brian J. Harris
Title: Corporate Vice President and Chief
Financial Officer

BAUSCH & LOMB INCORPORATED,
as the Parent Borrower,

By: 
Name: A. Robert D. Bailey
Title: Corporate Vice President, General Counsel
and Secretary

**EACH OF THE GRANTORS LISTED ON
ANNEX A HERETO,**

By: 
Name: A. Robert D. Bailey
Title: Corporate Vice President, General Counsel
and Secretary

**CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH,**
as Administrative Agent

By: _____


Name: **ROBERT HETU**
Title: **MANAGING DIRECTOR**

By: _____


Name: **KEVIN BUDDHEW**
Title: **ASSOCIATE**

Annex A

List of Parent Borrower Subsidiaries that are Grantors

1. B&L CRL Inc.
2. B&L CRL Partners L.P.
3. B & L Domestic Holdings Corp.
4. B&L Financial Holdings Corp.
5. B&L SPAF Inc.
6. B&L VPlex Holdings, Inc.
7. Bausch & Lomb China, Inc.
8. Bausch & Lomb International Inc.
9. Bausch & Lomb Realty Corporation
10. Bausch & Lomb South Asia, Inc.
11. Bausch & Lomb Technology Corporation
12. Iolab Corporation
13. RHC Holdings, Inc.
14. Sight Savers, Inc.
15. Wilmington Management Corp.
16. Wilmington Partners L.P.
17. B&L Minority Dutch Holdings LLC
18. eyeonics, inc.

EXHIBIT A

(From October 15, 2010 through March 1, 2011)

Trademarks, Service Marks, Trademark Applications and Trademark Licenses

I. Trademark Registrations

Mark (Profile Name)	Country Name	TM status	Registration #	Reg. Date
THOUGHT LEADERS	United States of America (USA)	REGISTERED	3862979	10/19/2010
SURELOCK	United States of America (USA)	REGISTERED	3900936	1/4/2011
INSPIRED BY THE BIOLOGY OF YOUR EYES	United States of America (USA)	REGISTERED	3908647	1/18/2011

II. Trademark Applications

Mark (Profile Name)	Country Name	TM status	Application #	App. Date
B + L (STYLIZED)	United States of America (USA)	APPLC. PENDING	85/160101	10/25/2010